

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY FEE APPLICATION COVER SHEET

IN RE: APPLICANT:
SHAPES/ARCH HOLDINGS L.L.C., *et al.* Halperin Battaglia Raicht, LLP
CASE NO.: 08-14631 (GMB) CLIENT: Official Committee of Unsecured Creditors
CHAPTER: 11 CASES FILED: March 16, 2008

COMPLETION OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY. RETENTION ORDER ATTACHED.

/s/ Alan D. Halperin 6/10/08
ALAN D. HALPERIN Date

**SECTION I
FEE SUMMARY**

Second Monthly Fee Statement Covering the Period
May 1, 2008 through May 31, 2008

Total Previous Fees and Expenses Requested:	\$161,182.71
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer (if applicable):	N/A
Total Holdback (if applicable):	N/A
Total Received by Applicant:	\$0.00

	Name of Professional and Title	Year Admitted	Hours	Rate	Fee
1.	Alan D. Halperin, Partner	1991	87.10	\$435.00	\$37,888.50
2.	Christopher J. Battaglia, Partner	1997	0.10	\$385.00	\$38.50
3.	Robert D. Raicht, Partner	1987	0.80	\$410.00	\$328.00
4.	Walter Benzija, Of Counsel	1996	38.90	\$370.00	\$14,393.00
5.	Donna H. Lieberman, Of Counsel	1984	80.80	\$350.00	\$28,280.00
6.	Debra J. Cohen, Associate	1992	0.80	\$335.00	\$268.00
7.	Julie D. Dyas, Associate	2003	4.40	\$275.00	\$1,210.00
8.	Ethan D. Ganc, Associate	2001	16.80	\$280.00	\$4,704.00
9.	Carrie E. Mitchell, Associate	2005	9.50	\$225.00	\$2,137.50
10.	Sydia N. Cooper, Paralegal	N/A	0.40	\$80.00	\$32.00
11.	Mary M. Charles-Kennedy, Paralegal	N/A	1.20	\$75.00	\$90.00
12.	Jeffrey B. Moore, Paralegal	N/A	4.50	\$95.00	\$427.50
	TOTALS		245.30		\$89,797.00

FEE TOTALS (Page 3)	\$89,797.00
DISBURSEMENTS TOTALS (Page 4)	\$2,702.38
TOTAL FEE APPLICATION	\$92,499.38

**SECTION II
SUMMARY OF SERVICES**

Services Rendered	Hours	Fee
(a) Asset Sales	0.20	\$45.00
(b) Claims Review & Analysis	1.80	\$752.00
(c) Committee Matters	0.80	\$268.00
(d) Financing	12.60	\$5481.00
(e) General	93.20	\$31,372.50
(f) Meetings & Hearings	36.10	\$14,629.50
(g) Motions & Applications	17.00	\$5,612.00
(h) Plan & Disclosure Statement	67.20	\$27,045.00
(i) Pleadings	16.40	\$4,592.00
SERVICES TOTALS	245.30	\$89,797.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

Disbursements		Amount
(a)	Westlaw	\$125.81
(b)	PACER	\$58.96
(c)	Photocopying: No. of Pages: 1,685 Rate per Page: \$.20	\$337.00
(d)	Long Distance Telephone	\$10.09
(e)	Travel	
	Car Service	\$1,107.90
	Rail	\$679.15
		\$1,787.05
(f)	Other (explain):	
	Conference Call Service	\$372.40
	Meal	\$ 11.07
		\$383.47
DISBURSEMENT TOTAL		\$2,702.38

<p style="text-align: center;">SECTION IV CASE HISTORY</p>
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(NOTE: Items (3) through (6) are not applicable to applications under 11 U.S.C. § 506)

- (1) Date cases filed: March 16, 2008
- (2) Chapter under which cases commenced: Chapter 11
- (3) Date of retention: Order signed April 25, 2008, effective March 31, 2008
See Exhibit A.
If limit on number of hours or other limitations to retention, set forth: N/A
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:
 - (a) Meetings and telephone conferences with Committee members/co-counsel and professionals, Debtors' counsel, Arch Acquisition I, LLC and its counsel, and other parties regarding the cases, the Debtors' proposed plan of reorganization, and the marketing and sale process;
 - (b) Reviewed, revised and negotiated terms of plan with new plan funder, Arch Acquisition I, LLC ("Arch");
 - (c) Reviewed the Debtors' second amended Disclosure Statement and related Plan of Reorganization and objections thereto;
 - (d) Reviewed, revised and negotiated terms of bidding procedures;
 - (e) Reviewed and commented on terms of proposed NatCity retention;
 - (f) Reviewed, analyzed and followed up with Debtors' counsel regarding ordinary course retentions, motions by creditors;
 - (g) Reviewed and provided comments to proposed administrative bar date papers;
 - (h) Conducted legal research in connection with the Debtors' various motions and the Committee's objections and analysis;
 - (i) Prepared for and attended hearings on the Debtors' new Disclosure Statement, bidding procedures, etc.;
 - (j) Discussions with potential bidders;
 - (k) Drafted numerous memos and updates for the Committee.

INVOICES ITEMIZING SERVICES RENDERED AND OUT-OF-POCKET EXPENSES INCURRED ARE ATTACHED AS EXHIBITS “B” AND “C”, RESPECTIVELY.

- (5) Anticipated distribution to creditors:
 - (a) Administration expense: Unknown at this time.
 - (b) Secured creditors: Unknown at this time.
 - (c) Priority creditors: Unknown at this time.
 - (d) General unsecured creditors: Unknown at this time.
- (6) Final disposition of cases and percentage of dividend paid to creditors (if applicable):
This is a second monthly fee statement. Final dividend percentages are unknown at this time.

EXHIBIT A



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Alan D. Halperin, Esq.
Walter Benzija, Esq.
HALPERIN BATTAGLIA RAICHT, LLP
555 Madison Avenue – 9th Floor
New York, New York 10022
(212) 765-9100

Proposed Attorneys for the Official Committee
of Unsecured Creditors

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Chapter 11

Case No. 08-14631
(Jointly Administered)

Judge: Hon. Gloria M. Burns, USBJ

**ORDER AUTHORIZING THE RETENTION OF HALPERIN
BATTAGLIA RAICHT, LLP AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, *NUNC PRO TUNC*, TO MARCH 31, 2008**

The relief set forth on the following pages, numbered two (2) and three (3), is hereby
ORDERED.

DATED: 4/25/2008



Honorable Gloria M. Burns
United States Bankruptcy Court Judge

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Debtor: SHAPES/ARCH HOLDINGS L.L.C., et al.
Case No. 08-14631(GMB)
Caption of Order: ORDER AUTHORIZING THE RETENTION OF HALPERIN
BATTAGLIA RAICHT, LLP AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, *NUNC PRO*
TUNC, TO MARCH 31, 2008

Upon the application of the Official Joint Committee of Unsecured Creditors (the “Committee”) of Shapes/Arch Holdings, L.L.C., *et al.*, the above-captioned debtors and debtors-in-application for authority to retain Halperin Battaglia Raicht, LLP (“HBR”), as bankruptcy counsel to the Committee, under a general retainer, *nunc pro tunc* to March 31, 2008; and upon the affidavit of Alan D. Halperin; and due and adequate notice of the application having been provided, as evidenced by the certificate of service filed with this Court; and the Court having jurisdiction to consider the application and the relief requested therein in accordance with 28 U.S.C. §§157 and 1334; and consideration of the application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C. §1409; and the Court being satisfied that (a) the employment of HBR is necessary and in the best interests of the Committee, unsecured creditors, and the estates, (b) HBR does not have or represent any interest adverse to the Committee or the estates, and (c) HBR is a “disinterested person” as that term is defined in §101(14) of Title 11 of the United States Code (the “Bankruptcy Code”); and good and sufficient cause appearing for the relief sought by the application; it is

ORDERED, that pursuant to §1103(a) of the Bankruptcy Code, the Committee is hereby authorized to retain HBR, as bankruptcy counsel to the Committee, under a general retainer, *nunc pro tunc* to March 31, 2008; and it is further

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Debtor: SHAPES/ARCH HOLDINGS L.L.C., et al.
Case No. 08-14631(GMB)
Caption of Order: ORDER AUTHORIZING THE RETENTION OF HALPERIN
BATTAGLIA RAICHT, LLP AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, *NUNC PRO
TUNC*, TO MARCH 31, 2008

ORDERED, that HBR shall be compensated in accordance with the procedures set forth in §§330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and any orders issued by this Court.

ORDERED, that a copy of this Order shall be served on all parties-in-interest within seven (7) days hereof.

EXHIBIT B

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Halperin Battaglia Raicht, LLP
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Selection Criteria

Slip Date 5/1/2008 - 5/31/2008
Client Selection Include: Shapes-CC
Slip Type Time

Slip ID Dates and Time Status Description	Attorney Activity Client Reference	Units	Rate	Slip Value
174068 5/1/2008 WIP Emails with A. Halperin, M. Sirota regarding hearings. (.2); Travel and preparation with A. Halperin. (.5); Meetings and hearings at courthouse regarding DIP, plan, structure, etc. (9.5); Conference call with Committee. (.4); Memo to Committee. (.3); Follow-up with A. Halperin regarding document preparation. (.5)	DHL General Shapes-CC	11.40	350.00	3990.00
175452 5/1/2008 WIP Read and review email from D. Lieberman regarding status of hearing.	EDG Meetings & Hearings Shapes-CC	0.10	280.00	28.00
173853 5/1/2008 WIP Reviewed email from A. Halperin regarding the D&O insurance; Reviewed letter from Debtor's counsel to broker regarding D&O claim. (.1); Reviewed email from M. Sirota regarding U.S. Trustee motion to appoint Trustee. (.1)	DJC Committee Matters Shapes-CC	0.20	335.00	67.00
175453 5/1/2008 WIP Read and review email from D. Lieberman regarding review of proposed McCarter & English retention.	EDG Plan&Disclosure Statement Shapes-CC	0.10	280.00	28.00
173909 5/1/2008 WIP Prepare for, and participate in, hearing on final financing and disclosure statement, including extensive negotiations and efforts at a resolution, Court argument, chambers conference, negotiation of settlement and, confirmation of Committee approval of same. (13.5); Draft extensive email to the Committee regarding today's hearings and events. (.8)	ADH Meetings & Hearings Shapes-CC	14.30	435.00	6220.50
173915 5/2/2008 WIP Emails with N. Mitchell regarding competitive process.	ADH Plan&Disclosure Statement Shapes-CC	0.40	435.00	174.00
174070 5/2/2008 WIP Meeting with E. Ganc regarding retention. (.2); Placed calls (2x) to I. Volkov regarding DIP and plan, settlement. (.4); Review and revisions of new DIP order, plan and process memo. (3.7); Email exchanges with I. Volkov, M. Sirota, A. Halperin, H.	DHL General Shapes-CC	5.60	350.00	1960.00

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Halperin Battaglia Raicht, LLP
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Slip ID	Dates and Time	Attorney Activity Client Reference	Units	Rate	Slip Value
Status	Description				
	Konicov, A. Brody, Committee. (.9) ; Placed call to A. Halperin regarding developments. (.2) ; Review of new budget. (.2)				
175458	TIME	EDG	1.60	280.00	448.00
5/2/2008		Pleadings			
WIP		Shapes-CC			
	Review motion and order regarding Debtor's retention of ordinary course professionals. (.6) ; Read and review proposed McCarter & English retention affidavit. (.3) ; Read and review Wells Fargo and Jaguar Finance stay relief motions. (.3) ; Draft email to A. Halperin and D. Lieberman regarding same. (.4)				
173914	TIME	ADH	0.90	435.00	391.50
5/2/2008		Financing			
WIP		Shapes-CC			
	Emails from professionals with comments, and telephone calls with D. Lieberman regarding same.				
173916	TIME	ADH	1.20	435.00	522.00
5/3/2008		Financing			
WIP		Shapes-CC			
	Multiple emails with counsel to various parties concerning DIP loan, budget and form of order. (.9) ; Follow-up with D. Lieberman regarding same. (.3)				
174072	TIME	DHL	1.90	350.00	665.00
5/3/2008		General			
WIP		Shapes-CC			
	Review of revised DIP order and plan. (1.0) ; Emails to Committee professionals regarding comments. (.3) ; Emails to and from A. Brody regarding issues regarding releases and control. (.2) ; Review of email traffic regarding above and I. Volkov comments. (.4)				
173917	TIME	ADH	1.90	435.00	826.50
5/4/2008		Financing			
WIP		Shapes-CC			
	Emails with counsel to lenders, Arcus, Debtors and others regarding financing issues and comments. (1.1) ; Review documents. (.8)				
174073	TIME	DHL	1.70	350.00	595.00
5/4/2008		General			
WIP		Shapes-CC			
	Review of emails from other parties. (.3) ; Emails to I. Volkov, A. Halperin and M. Sirota regarding issues, documents, budget. (.3) ; Review of further revised DIP order and plan. (.6) ; Email to A. Brody and N. Mitchell with comments. (.2) ; Left message for A. Halperin. (.1)				
173923	TIME	ADH	3.70	435.00	1609.50
5/5/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Prepare for, and participate in, multiple all hands party calls and court in effort to resolve open points.				
173924	TIME	ADH	2.00	435.00	870.00
5/5/2008		Financing			
WIP		Shapes-CC			
	Emails with M. Felger regarding language and budget issues. (.7) ; Emails with M. Felger regarding funding needs. (.3) ; Further review of documents. (1.0)				

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Slip ID	Attorney			
Dates and Time	Activity			
Status	Client			
Description	Reference	Units	Rate	Slip Value
173925	ADH	3.60	435.00	1566.00
5/5/2008	Plan&Disclosure Statement			
WIP	Shapes-CC			
Follow-up on Scott Victor engagement. (.4) ; Emails with Committee professionals regarding open issues and mechanics for resolving same. (.5) ; Review revised drafts of documents and budget revisions. (1.9) ; Telephone calls with team regarding indemnity demand, and follow-up regarding same and how to address. (.8)				
174074	DHL	3.30	350.00	1155.00
5/5/2008	General			
WIP	Shapes-CC			
Review of N. Mitchell issue list for call. (.2) ; Placed call to A. Halperin regarding DIP order. (.2) ; Placed call to A. Halperin, I. Volkov and H. Konicov. (.4) ; Conference call with group. (.8) ; Placed call to A. Halperin and I. Volkov. (.3) ; Continue conference call regarding DIP order. (.8) ; Review of Arcus revisions and comments regarding same. (.3) ; Memo to A. Halperin and I. Volkov regarding remaining issues for Court. (.2) ; Review/respond to emails regarding budget. (.3)				
174080	DHL	1.00	350.00	350.00
5/6/2008	General			
WIP	Shapes-CC			
Meeting with A. Halperin and memo to Committee.				
174076	DHL	5.60	350.00	1960.00
5/6/2008	General			
WIP	Shapes-CC			
Conference calls with A. Halperin, I. Volkov, Committee co-chairs, group, counsel to Arcus. (4.0) ; Court call. (.8) ; Placed call to J. Garemore regarding hearings/environmental claims. (.1) ; Email to M. Felger and A. Brody regarding creditor calls. (.1) ; Email to A. Halperin, I. Volkov and M. Sirota regarding plan issues. (.2) ; Emails to and from M. Felger regarding environmental issues, McCarter retention. (.4)				
174031	JDD	0.20	275.00	55.00
5/6/2008	Plan&Disclosure Statement			
WIP	Shapes-CC			
Emails from D. Lieberman regarding hearing on approval of disclosure statement, exclusivity motion, Trustee motion, and case status.				
174279	CEM	0.20	225.00	45.00
5/6/2008	Motions&Applications			
WIP	Shapes-CC			
Review ECF, alert A. Halperin, D. Lieberman and E. Ganc.				
175466	EDG	0.50	280.00	140.00
5/6/2008	Pleadings			
WIP	Shapes-CC			
Telephone conference with Debtor's counsel regarding Jaguar and Wells Fargo stay relief motions and EPA assertions regarding deadline to file claims. (.3) ; Draft email to A. Halperin and D. Lieberman regarding same. (.2)				

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Slip ID	Dates and Time	Attorney Activity	Client Reference	Units	Rate	Slip Value
Description						
173935	TIME	ADH		0.30	435.00	130.50
5/6/2008		Motions&Applications				
WIP		Shapes-CC				
Follow-up with D. Lieberman regarding pending motions.						
173934	TIME	ADH		1.90	435.00	826.50
5/6/2008		Plan&Disclosure Statement				
WIP		Shapes-CC				
Further review of documents. (1.3) ; Follow-up with HIG regarding process. (.3) ; Telephone call with Committee co-chair regarding sale monitor. (.3)						
173933	TIME	ADH		0.80	435.00	348.00
5/6/2008		Meetings & Hearings				
WIP		Shapes-CC				
Prepare for, and participate in, court call/hearing.						
173932	TIME	ADH		6.10	435.00	2653.50
5/6/2008		Financing				
WIP		Shapes-CC				
Prepare for multiple telephone conferences with all parties concerning open issues. (1.8) ; Telephone conferences with Committee co-chairs to address open issues, and Versa fight. (.9) ; Review of multiple drafts of revised documents and pleadings. (1.6) ; Draft extensive email to Committee regarding closing and status. (1.0) ; Follow-up telephone calls and emails with Committee members. (.8)						
174036	TIME	JDD		0.20	275.00	55.00
5/7/2008		Plan&Disclosure Statement				
WIP		Shapes-CC				
Calendar dates for deadlines with upcoming hearings and objections on plan process. (.1) ; Emails from D. Lieberman regarding same (1)						
173948	TIME	ADH		0.40	435.00	174.00
5/7/2008		General				
WIP		Shapes-CC				
Respond to creditor inquiries.						
173949	TIME	ADH		0.50	435.00	217.50
5/7/2008		Motions&Applications				
WIP		Shapes-CC				
Multiple emails with M. Felger, A. Brody and J. Poslusny regarding McCarter retention.						
173947	TIME	ADH		2.90	435.00	1261.50
5/7/2008		Plan&Disclosure Statement				
WIP		Shapes-CC				
Emails with HIG regarding plan. (.2) ; Emails with proposed sale facilitator regarding process and call. (.2) ; Follow-up with Committee co-chair. (.3) ; Emails with M. Felger regarding process and continuing efforts of Debtor side to control process to Committee exclusion, and follow-up regarding same. (.3) ; Emails with M. Felger regarding confidentiality agreements. (.2) ; Follow-up with S. Victor regarding retention. (.4) ; Emails with H. Konicov regarding feedback from Phoenix, meeting with Crossroads, and related issues. (.4) ; Follow-up on potentially interested parties. (.9)						

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Slip ID	Attorney				
Dates and Time	Activity				
Status	Client				
Description	Reference	Units	Rate	Slip Value	
173946	ADH	0.30	435.00	130.50	
5/7/2008	Financing				
WIP	Shapes-CC				
Emails with Committee members regarding closing					
175474	EDG	0.20	280.00	56.00	
5/7/2008	Pleadings				
WIP	Shapes-CC				
Exchange emails with D. Lieberman regarding McCarter & English retention.					
174298	CEM	0.90	225.00	202.50	
5/7/2008	Motions&Applications				
WIP	Shapes-CC				
Review ECF, alert A. Halperin, D. Lieberman, and E. Ganc. (.2); Review and save final DIP orders for CIT and Arcus. (.7)					
175504	DHL	0.90	350.00	315.00	
5/7/2008	General				
WIP	Shapes-CC				
Review of E. Ganc summary of McCarter retention. (.2); Exchange of emails regarding budget, plan issues. (.4); Review of confidentiality sent to other interested parties. (.3)					
175506	DHL	0.60	350.00	210.00	
5/7/2008	General				
WIP	Shapes-CC				
Exchange of emails regarding National City retention. (.4); Emails regarding McCarter engagement. (.2)					
174308	CEM	0.20	225.00	45.00	
5/8/2008	Motions&Applications				
WIP	Shapes-CC				
Review ECF, alert A. Halperin and D. Lieberman regarding same.					
174086	DHL	0.20	350.00	70.00	
5/8/2008	General				
WIP	Shapoc CC				
Placed call to I. Volkov regarding bidding procedures.					
174085	DHL	0.40	350.00	140.00	
5/8/2008	General				
WIP	Shapes-CC				
Meeting with A. Halperin regarding plan issue - any limit to claims. (.2); Emails to Committee professionals, A. Brody and M. Felger. (.2)					
174081	DHL	1.20	350.00	420.00	
5/8/2008	General				
WIP	Shapes-CC				
Exchange of emails with M. Felger and J. Poslusny regarding McCarter retention. (.3); Placed call to A. Halperin regarding NatCity retention. (.2); Placed call to A. Brody regarding open matters. (.1); Review/revise NatCity engagement letter. (.3); Review Committee responses and A. Halperin reply to query. (.3)					
173956	ADH	0.30	435.00	130.50	
5/8/2008	General				
WIP	Shapoc CC				
Respond to creditor inquiries.					

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Slip ID	Dates and Time	Attorney Activity Client Reference	Units	Rate	Slip Value
Description					
173955	TIME	ADH	6.60	435.00	2871.00
5/8/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
Emails and telephone calls with Committee members regarding NatCity role and related issues. (1.0); Telephone call with R. Kellner regarding sale process, Nat City, and other case issues. (.5); Review of plan, and discuss same with D. Lieberman. (1.8); Review emails regarding switch from Versa to HIG. (.3); Telephone calls with A. Brody regarding process, plan, and related issues. (1.3); Emails with Committee professionals regarding protocols. (.3); Follow-up with S. Victor and R. Kellner regarding potential suitors. (.5); Review documents and caselaw. (.9)					
173954	TIME	ADH	2.80	435.00	1218.00
5/8/2008		Motions&Applications			
WIP		Shapes-CC			
Emails with M. Felger and A. Brody regarding McCarter retention. (.3); Review and comment on S. Victor/NatCity retention agreement. (1.3); Emails with co-counsel regarding same. (.3); Telephone conference with S. Victor and R. Kellner to discuss process and engagement of NatCity. (.6); Follow-up on monthly billing statements. (.3)					
174333	TIME	CEM	0.70	225.00	157.50
5/9/2008		Motions&Applications			
WIP		Shapes-CC			
Office conference with J. Moore regarding ECF issues. (.2); Review ECF. (.1); Review and respond to email from D. Lieberman regarding pro hac vice admission. (.2); Review additional ECF filings. (.2)					
174093	TIME	DHL	0.40	350.00	140.00
5/9/2008		General			
WIP		Shapes-CC			
Exchange of emails regarding plan issues.					
174089	TIME	DHL	0.90	350.00	315.00
5/9/2008		General			
WIP		Shapes-CC			
Emails to and from I. Volkov. (.3); Left message for M. Felger, J. Poslusny. (.1); Email to A. Brody with plan comments. (.3); Exchange of emails regarding documents. (.2)					
173813	TIME	WB	0.80	370.00	296.00
5/9/2008		General			
WIP		Shapes-CC			
Discuss with D. Lieberman status of amended disclosure statement for possible coverage of May 23rd hearing.					
173965	TIME	ADH	4.50	435.00	1957.50
5/9/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
Legal research on plan and Committee issues. (1.4); Emails with A. Brody regarding plan. (.3); Follow-up with D. Lieberman and Debtor's counsel regarding bid procedures motion, and disclosure statement. (.4); Emails with S. Victor regarding interested parties and follow-up. (.5); Follow-up with I. Volkov regarding plan comments and CIT documents. (.2); Emails with I. Volkov and A. Brody regarding Debtor's filing of Commissions motion, and failure to provide revised disclosure statement or bid procedure motion. (.4);					

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Listing

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Slip ID Dates and Time Status Description	Attorney Activity Client Reference	Units	Rate	Slip Value
Commence review of revised documents. (1.3)				
174094 5/10/2008 WIP Review of revised plan and email to group with comments. (1.6) ; Review of bidding procedures motion and email with comments. (.8)	DHL General Shapes-CC	2.40	350.00	840.00
173966 5/10/2008 WIP Extensive emails with parties to case regarding open plan issues.	ADH Plan&Disclosure Statement Shapes-CC	1.10	435.00	478.50
174095 5/11/2008 WIP Review of emails regarding issues regarding plan and bidding procedures; Responses to same. (.5) ; Placed call to A. Halperin regarding significant issues. (.3)	DHL General Shapes-CC	0.80	350.00	280.00
173968 5/11/2008 WIP Telephone calls with D. Lieberman regarding plan changes and open points. (.5) ; Emails with counsel to Arch and Debtors and CIT regarding open points. (.6) ; Preliminary review of revised documents. (.8)	ADH Plan&Disclosure Statement Shapes-CC	1.90	435.00	826.50
173975 5/12/2008 WIP Emails with S. Victor concerning Nat City retention.	ADH Motions&Applications Shapes-CC	0.40	435.00	174.00
173820 5/12/2008 WIP Review docket regarding amended disclosure statement developments.	WB General Shapes-CC	0.30	370.00	111.00
174096 5/12/2008 WIP Review of email traffic regarding plan cap, bidding and responses to same.	DHL General Shapes-CC	0.40	350.00	140.00
173973 5/12/2008 WIP Review redlined plan and comment on same. (1.3) ; Emails with M. Felger regarding revised disclosure statement and other pleadings. (.5) ; Telephone conferences with A. Brody regarding revisions to plan. (.4) ; Review of revised documents. (.8) ; Extensive discussions with N. Mitchell and A. Brody regarding new cap. (.7) ; Follow-up regarding same with I. Volkov and H. Konicov. (.5) ; Telephone conferences with H. Konicov and B. Katz regarding status and L. Cap issue. (.6)	ADH Plan&Disclosure Statement Shapes-CC	4.80	435.00	2088.00
173974 5/12/2008 WIP Prepare for, and participate in, all hands conference call to review Nat City retention, bid procedures, and plan. (2.1) ; Follow-up call with I. Volkov. (.2)	ADH Meetings & Hearings Shapes-CC	2.30	435.00	1000.50

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Slip ID Dates and Time Status Description	Attorney Activity Client Reference	Units	Rate	Slip Value
174347 5/12/2008 WIP Review ECF and alert A. Halperin, D. Lieberman. (.2); Review and respond to emails from Committee members. (.2); Review motion to compel payment of administrative expense and memo to A. Halperin regarding same. (.4)	CEM Motions&Applications Shapes-CC	0.80	225.00	180.00
175437 5/12/2008 WIP Read and review various pleadings including Debtor's motion for an order authorizing the payment of commissions, PPG motion regarding administrative expenses, Roux & Associates retentions, and Panitch Schwarze retention.	EDG Pleadings Shapes-CC	4.20	280.00	1176.00
175435 5/12/2008 WIP Read and review email from Debtor's counsel regarding EPA proposal regarding claims. (.1); Draft email to A. Halperin and D. Lieberman regarding same. (.1)	EDG Claims Review & Analysis Shapes-CC	0.20	280.00	56.00
173976 5/12/2008 WIP Emails with C. Mitchell regarding Committee administration issues.	ADH General Shapes-CC	0.20	435.00	87.00
174102 5/13/2008 WIP Conference call (1.3); Placed call to B. Katz. (.2); Email memo to Committee professionals. (.2)	DHL General Shapes-CC	1.70	350.00	595.00
174446 5/13/2008 WIP Review ECF regarding filed plan and disclosure statement, alert D. Lieberman and E. Ganc regarding same. (.2); Pull filed plan and disclosure statement and circulate same. (.2)	CEM Plan&Disclosure Statement Shapes-CC	0.40	225.00	90.00
174796 5/13/2008 WIP Preparation of monthly fee statement; Multiple conferences and emails regarding same.	JBH General Shapes-CC	3.00	95.00	285.00
173827 5/13/2008 WIP Meeting with A. Halperin, and D. Lieberman regarding plan and disclosure statement issues. (.8); Review emails regarding same. (.8); Review amended disclosure statement. (1.7)	WB Plan&Disclosure Statement Shapes-CC	3.30	370.00	1221.00
173889 5/13/2008 WIP Conference with A. Halperin and D. Lieberman regarding status and upcoming hrs/deadlines. (.3); Reviewed email from D. Lieberman regarding same. (.1)	DJC Committee Matters Shapes-CC	0.40	335.00	134.00

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174447	5/13/2008	WIP	TIME Telephone call with Cole Schotz regarding D. Lieberman pro hac vice application, follow-up with D. Lieberman. (.2) ; Review order governing monthly compensation per instructions from D. Lieberman and respond to questions regarding same. (.3)	CEM	Motions&Applications Shapes-CC	0.50	225.00	112.50
174448	5/13/2008	WIP	TIME Review ECF regarding hid procedures motion and to shorten time, alert D. Lieberman and E. Ganc regarding same and circulate same.	CEM	Asset Sales Shapes-CC	0.20	225.00	45.00
174100	5/13/2008	WIP	TIME Review/revisions to bidding procedures order. (.3) ; Emails regarding new retentions. (.2) ; Draft - fee statement. (.2)	DHL	General Shapes-CC	0.70	350.00	245.00
174101	5/13/2008	WIP	TIME Email to A. Brody regarding 5.2. (.1) ; Review of filed plan. (.8) ; Drafting - memo to Committee. (.4) ; Review of motion regarding sales commissions. (.2)	DHL	General Shapes-CC	1.50	350.00	525.00
174099	5/13/2008	WIP	TIME Meeting with A. Halperin regarding plan calls. (.7) ; Drafting - checklist of coming motions. (.2) ; Exchange of emails with Committee co-chair, M. Felger, S. Victor regarding interested parties. (.5) ; Emails to interested parties with plan and bidding procedures. (.2) ; Review of I. Volkov comments to bid procedures. (.2) ; Meeting with team regarding upcoming matters, plan and disclosure statement issues. (.7) ; Emails to and from M. Felger regarding administrative bar date. (.2) ; Email to M. Sirota regarding deposition transcripts. (.1)	DHL	General Shapes-CC	2.80	350.00	980.00
175445	5/13/2008	WIP	TIME Draft memo to A. Halperin and D. Lieberman regarding various pleadings, including motion to authorize payment of sales commissions, PPG motion to compel., etc.	EDG	Pleadings Shapes-CC	3.20	280.00	896.00
173984	5/13/2008	WIP	TIME Telephone calls with A. Brody regarding plan issues and motions. (.6) ; Follow-up on bevy of retention motions filed by Debtor. (.5)	ADH	Motions&Applications Shapes-CC	1.10	435.00	478.50
173983	5/13/2008	WIP	TIME Team meeting to discuss status, open points, and tasks to be done.	ADH	Meetings & Hearings Shapes-CC	0.70	435.00	304.50

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Description		Reference				
173982	TIME	ADH		2.50	435.00	1087.50
5/13/2008		Plan&Disclosure Statement				
WIP		Shapes-CC				
Emails with R. Kellner regarding interested parties. (.2) ; Emails with N. Mitchell and M. Felger regarding plan and cap. (.2) ; Emails with S. Victor regarding interested parties. (.3) ; Extensive telephone calls and emails with J. H. Cohn regarding cap and related issues. (.6) ; Follow-up regarding same. (.8) ; Review comments to documents. (.4)						
173981	TIME	ADH		1.00	435.00	435.00
5/13/2008		General				
WIP		Shapes-CC				
Follow-up with C. Mitchell regarding Committee communications. (.2) ; Email to the Committee regarding case status, and follow-up with Committee members. (.8)						
174533	TIME	DHL		1.50	350.00	525.00
5/14/2008		General				
WIP		Shapes-CC				
Exchange of emails regarding HIG nos, position, plan issues. (.5) ; Meeting with A. Halperin regarding same. (.3) ; Review of disclosure statement. (.4) ; Placed call to I. Volkov. (.1) ; Email to B. Katz and H. Konicov with questions. (.2)						
174797	TIME	JBM		1.50	95.00	142.50
5/14/2008		General				
WIP		Shapes-CC				
Finalize fee statement; Email to co-counsel for timing and service.						
174537	TIME	DHL		1.00	350.00	350.00
5/14/2008		General				
WIP		Shapes-CC				
Placed call to J. Garemore regarding environ. (.2) ; Revision to fee statement. (.2) ; Revision to bidding procedures. (.2) ; Email to M. Felger, J. Poslusny. (.1) ; Placed calls (2x) to H. Konicov regarding plan issues. (.3)						
174538	TIME	DHL		0.30	350.00	105.00
5/14/2008		General				
WIP		Shapes-CC				
Email to M. Felger and J. Poslusny regarding environmental issues, J. Garemore. (.2) ; Email to J. Garemore regarding above. (.1)						
174570	TIME	MCK		0.20	75.00	15.00
5/14/2008		General				
WIP		Shapes-CC				
Preparation of documents for attorney review.						
174876	TIME	EDG		1.10	280.00	308.00
5/14/2008		Pleadings				
WIP		Shapes-CC				
Office conference with A. Halperin regarding commissions motion. (.1) ; Draft email to Debtor's counsel regarding same. (.1) ; Draft email to Committee member regarding same. (.1) ; Telephone conference with Debtor's counsel regarding ordinary course retentions. (.2) ; Review email regarding same. (.1) ; Draft email to D. Lieberman regarding same. (.2) ; Read and review email from Debtor's counsel regarding commissions motion. (.2) ; Draft email to D.						

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Lieberman regarding same. (.1)				
174465 TIME 5/14/2008 WIP Review ECF and related documents, alert A. Halperin, D. Lieberman and E. Ganc.	CEM Motions&Applications Shapes-CC	0.30	225.00	67.50
173899 TIME 5/14/2008 WIP Reviewed email from D. Lieberman regarding status with HIG (.1) ; Reviewed email from I. Volkov regarding same; Reviewed email from B. Katz regarding same; Reviewed A. Halperin response. (.1)	DJC Committee Matters Shapes-CC	0.20	335.00	67.00
174466 TIME 5/14/2008 WIP Review and respond to Committee questions. (.3) ; Emails from A. Halperin. (.1)	CEM General Shapes-CC	0.40	225.00	90.00
173992 TIME 5/14/2008 WIP Emails with Committee members regarding process. (.2) ; Emails with H. Konicov regarding same. (.2) ; Brief office conference with D. Lieberman regarding HIG call. (.3)	ADH Plan&Disclosure Statement Shapes-CC	0.70	435.00	304.50
173993 TIME 5/14/2008 WIP Telephone conference with D. Smale regarding pending motions and related questions. (.3) ; Discuss pending motions with E. Ganc. (.2) ; Discuss Committee member inquiries and responses with C. Mitchell. (.2)	ADH Motions&Applications Shapes-CC	0.70	435.00	304.50
173994 TIME 5/14/2008 WIP Emails with M. Felger and A. Brody regarding environmental stipulation.	ADH Claims Review & Analysis Shapes-CC	0.30	435.00	130.50
173833 TIME 5/14/2008 WIP Discuss status of plan talks with D. Lieberman. (.4) ; Review email traffic regarding same. (.5) ; Review filings regarding same. (.6)	WB Plan&Disclosure Statement Shapes-CC	1.50	370.00	555.00
174000 TIME 5/15/2008 WIP Emails with Debtors counsel regarding plan cap issues.	ADH Plan&Disclosure Statement Shapes-CC	0.30	435.00	130.50
174485 TIME 5/15/2008 WIP Review ECF and alert D. Lieberman. (.2) ; Review various monthly fee statements. (.1)	CEM Motions&Applications Shapes-CC	0.30	225.00	67.50
174541 TIME 5/15/2008 WIP Review of disclosure statement and plan. (3.4) ; Memo	DHL General Shapes-CC	4.80	350.00	1680.00

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Status	Description	Client Reference			
	to I. Volkov with comments. (.2) ; Emails regarding administrative bar date, claims update. (.2) ; Review of emails regarding EPA and email responses regarding Committee position. (.3) ; Placed call to I. Volkov regarding disclosure statement issues. (.1) ; Placed call to A. Brody regarding bidding, plan. (.3) ; Email to J. Postusny regarding plan administrative agreement. (1) : Memo to Committee regarding proposed retentions. (.2)				
173997	TIME	ADH	0.20	435.00	87.00
5/15/2008		General			
WIP		Shapes-CC			
	Emails with Committee members regarding bills.				
174484	TIME	CEM	0.20	225.00	45.00
5/15/2008		General			
WIP		Snapes-CC			
	Review and respond to email from Committee members.				
173998	TIME	ADH	0.20	435.00	87.00
5/15/2008		Claims Review & Analysis			
WIP		Shapes-CC			
	Emails with Debtors counsel and HIG counsel regarding EPA stipulation.				
174882	TIME	EDG	1.20	280.00	336.00
5/15/2008		Pleadings			
WIP		Shapes-CC			
	Draft follow-up email to Committee member regarding commissions motion. (.1) ; Read and review response and forward to D. Lieberman. (.1) ; Draft memo to Committee regarding ordinary course retentions. (1.0)				
173999	TIME	ADH	0.20	435.00	87.00
5/15/2008		Financing			
WIP		Shapes-CC			
	Email with HIG counsel regarding budget.				
173843	TIME	WB	2.10	370.00	777.00
5/16/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Discuss status with D. Lieberman. (.5) ; Review comments to revised disclosure statement. (1.6)				
174007	TIME	ADH	1.40	435.00	609.00
5/16/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Telephone conference with D. Lieberman and A. Brody regarding status and issues. (1.2) ; Follow-up with D. Lieberman. (.2)				
174009	TIME	ADH	0.20	435.00	87.00
5/16/2008		General			
WIP		Shapes-CC			
	Office conferences with D. Lieberman, and follow-up with co-chairs, regarding status.				
174008	TIME	ADH	0.50	435.00	217.50
5/16/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Telephone conference with H. Konicov regarding meetings.				

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174545	TIME	DHL		0.30	350.00	105.00
	5/16/2008	General				
	WIP	Shapes-CC				
	Placed call to R. Kellner regarding cap issue. (.2); Emails to B. Bull and R. Kellner regarding Monday. (.1)					
174543	TIME	DHL		3.60	350.00	1260.00
	5/16/2008	General				
	WIP	Shapes-CC				
	Placed call to I. Volkov - bid procedures and plan and disclosure statement comments. (.3); Placed call to B. Katz regarding budget, operating nos. (.2); Emails regarding purposes of call (.2); Emails regarding cap and budget issues. (.3); Review disclosure statement comments. (.2); Conference call with A. Brody, M. Felger, J. Poslusny, I. Volkov. (1.0); Conference call with M. Felger, I. Volkov regarding Monday hearings. (.6); Placed call to I. Volkov regarding above. (.1); Placed call to B. Katz regarding cap issue, plan. (.2); Placed call to H. Konicov regarding above. (.1); Placed call to A. Halperin and A. Brody regarding plan issues. (.4)					
174504	TIME	CEM		0.20	225.00	45.00
	5/16/2008	Motions&Applications				
	WIP	Shapes-CC				
	Review ECF, alert D. Lieberman and E. Ganc.					
175350	TIME	JDD		0.20	275.00	55.00
	5/19/2008	Meetings & Hearings				
	WIP	Shapes-CC				
	Conference with D. Lieberman regarding status and current issues for hearing.					
17458	TIME	CJB		0.10	385.00	38.50
	5/19/2008	Motions&Applications				
	WIP	Shapes-CC				
	Receive notices and pleadings and advise A. Halperin regarding same.					
174115	TIME	ADH		0.40	435.00	174.00
	5/19/2008	General				
	WIP	Shapes-CC				
	Emails with D. Lieberman regarding hearing and offer on cap.					
174546	TIME	DHL		8.10	350.00	2835.00
	5/19/2008	General				
	WIP	Shapes-CC				
	Review of bidding procedures motion and order. (.3); Email to A. Brody regarding proposed language in order. (.1); Conference call with R. Kellner and R. Peterson regarding plan issue, disclosure statement objection plan vs. \$363 sale. (.3); Preparation for hearing, travel. (4.5); Meetings with I. Volkov. (.3); Meeting with M. Felger, A. Brody. (.3); Hearing. (2.1); Review of HIG proposal and email regarding same. (.2)					
174120	TIME	WB		3.20	370.00	1184.00
	5/19/2008	Plan&Disclosure Statement				
	WIP	Shapes-CC				
	Review disclosure statement and emails related thereto. (2.4); Discuss with D. Lieberman. (.3); Review emails regarding today's hearing. (.5)					

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Status	Description	Client Reference			
174514	TIME	CEM	0.90	225.00	202.50
5/19/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Review and respond to emails from D. Lieberman regarding preparation for hearing. (.3) ; Prepare D. Lieberman for hearing and coordinate documents regarding same. (.6)				
175353	TIME	JDD	0.30	275.00	82.50
5/20/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Conferences with D. Lieberman throughout the day regarding administrative bar date application.				
175354	TIME	JDD	3.50	275.00	962.50
5/20/2008		Motions&Applications			
WIP		Shapes-CC			
	Review administrative bar date application, notice and proposed order and comment on same. (2.9) ; Revise comments to include those of co-counsel prior to circulation. (.6)				
175389	TIME	DHL	0.60	350.00	210.00
5/20/2008		General			
WIP		Shapes-CC			
	Placed call to I. Volkov regarding HIG, hearing. (.2) ; Exchange of emails regarding HIG proposal. (.2) ; Memo to Committee regarding same. (.2)				
175392	TIME	DHL	1.30	350.00	455.00
5/20/2008		General			
WIP		Shapes-CC			
	Conference call with Committee professionals. (.4) ; Conference call with Committee regarding HIG proposal, counter; Friday hearings, administrative bar date. (.9)				
174433	TIME	WB	3.20	370.00	1184.00
5/20/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Conference call with professionals and then Committee to consider HIG cap offer. (1.2) ; Review emails and other materials regarding cap offer and possible counterclaims, including chart prepared by F.A. (2.0)				
175394	TIME	DHL	0.80	350.00	280.00
5/20/2008		General			
WIP		Shapes-CC			
	Placed call to J. Drew regarding cap issue. (.2) ; Review of comments regarding administrative bar date notice and email to I. Volkov. (.2) ; Placed call to M. Felger regarding Committee position of HIG offer. (.2) ; Email to I. Volkov regarding above. (.2)				
174829	TIME	CEM	0.60	225.00	135.00
5/20/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Assist D. Lieberman in coordinating Committee call; Follow-up regarding same.				
174830	TIME	CEM	0.50	225.00	112.50
5/20/2008		Motions&Applications			
WIP		Shapes-CC			
	Review ECF, alert D. Lieberman and E. Ganc regarding same. (.2) ; Pull various motions per the request of D. Lieberman and E. Ganc. (.3)				

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174993	5/20/2008 WIP	TIME	MCK	General Shapes-CC	0.20	75.00	15.00
	Preparation of documents for attorney review.						
174980	5/20/2008 WIP	TIME	ADH	Plan&Disclosure Statement Shapes-CC	1.50	435.00	652.50
	Multiple emails and telephone conferences with D. Lieberman regarding CAP proposals and issues, and bid procedures. (1.0) ; Emails from Greenberg and Cozen regarding same. (.5)						
174862	5/21/2008 WIP	TIME	CEM	Motions&Applications Shapes-CC	0.40	225.00	90.00
	Review and respond to various emails from D. Lieberman. (.2) ; Review objections and other filings and forward to D. Lieberman. (.2)						
174586	5/21/2008 WIP	TIME	WB	Plan&Disclosure Statement Shapes-CC	4.00	370.00	1480.00
	Review email traffic concerning negotiations on cap issue. (1.1) ; Confer with D. Lieberman regarding same. (.6) ; Review objections filed to previous form of disclosure statement. (1.7) ; Email relevant parties regarding plan and disclosure statement issues. (.6)						
175397	5/21/2008 WIP	TIME	DHL	General Shapes-CC	0.80	350.00	280.00
	Placed call to I. Volkov - administrative bar date, offer, statement. (.1) ; Placed call to R. Kellner. (.1) ; Placed call to R. Kellner and S. Klar regarding offer. (.2) ; Exchange of emails with N. Mitchell regarding offer. (.3)						
175400	5/21/2008 WIP	TIME	DHL	General Shapes-CC	0.40	350.00	140.00
	Revision to disclosure statement order. (.2) ; Review of counter-proposal and email to N. Mitchell with question. (.2)						
175401	5/21/2008 WIP	TIME	DHL	General Shapes-CC	1.40	350.00	490.00
	Placed call to A. Brody regarding plan issues. (.6) ; Placed call to A. Halperin regarding professional fees. (.1) ; Placed call to I. Volkov regarding issues. (.2) ; Email to N. Mitchell with counter. (.2) ; Email to co-chairs of Committee. (.2) ; Email to I. Volkov. (.1)						
175013	5/21/2008 WIP	TIME	ADH	Plan&Disclosure Statement Shapes-CC	1.00	435.00	435.00
	Emails and telephone calls with D. Lieberman regarding status of negotiations. (.6) ; Review emails regarding same, and follow-up. (.4)						
174996	5/21/2008 WIP	TIME	MCK	General Shapes-CC	0.30	75.00	22.50
	Copied documents for attorney review.						

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Status	Description	Client Reference			
175404	TIME	DHL	1.20	350.00	420.00
5/22/2008		General			
WIP		Shapes-CC			
	Placed calls (3x) to W. Benzija regarding HIC negotiations, plan. (.8) ; Review of emails. (.4)				
174869	TIME	RDR	0.80	410.00	328.00
5/22/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Conference with W. Benzija regarding open issues to disclosure statement.				
174902	TIME	CFM	0.20	225.00	45.00
5/22/2008		Motions&Applications			
WIP		Shapes-CC			
	Review ECF, alert D. Lieberman and W. Benzija.				
175008	TIME	SNC	0.40	80.00	32.00
5/22/2008		General			
WIP		Shapes-CC			
	Document organization and file maintenance.				
175018	TIME	ADH	1.20	435.00	522.00
5/22/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Telephone conference with H. Konicov and W. Benzija regarding budget and bills. (.5) ; Telephone call with N. Mitchell regarding plan issues. (.3) ; Emails with W. Benzija and I. Volkov regarding status of negotiations, disclosure statement, objections and other issues. (.4)				
175027	TIME	WB	7.20	370.00	2664.00
5/22/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Telephone conference with A. Halperin and H. Konicov regarding professional fee budget and resolution of issues regarding same. (.5) ; Conference with I. Volkov regarding plan issues, with N. Mitchell (HIG counsel). (2.2) ; Conference among estate professionals and HIG counsel regarding disclosure statement hearing. (.5) ; Review and comment on language changes to plan funding provision in plan and disclosure statement, including review of proposed order approving disclosure statement. (3.2) ; Telephone conference with D. Lieberman regarding statutory fee issue, other plan issues (.8)				
175247	TIME	CEM	0.20	225.00	45.00
5/23/2008		Motions&Applications			
WIP		Shapes-CC			
	Review ECF, alert A. Halperin, D. Lieberman and E. Ganc regarding same.				
175086	TIME	ADH	1.00	435.00	435.00
5/23/2008		General			
WIP		Shapes-CC			
	Telephone calls and emails with W. Benzija regarding hearings. (.3) ; Review disclosure statement comments. (.7)				
175028	TIME	WB	9.90	370.00	3663.00
5/23/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Prepare for disclosure statement hearing during travel and prior to hearing. (2.5) ; Attend hearing and confer with counsel regarding approval of disclosure statement and revisions to same. (6.4) ; Review final				

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order and confer with counsel following hearing. (1.0)				
175409 TIME 5/27/2008 WIP Review of disclosure statement order and ballots. (.5) ; Placed call to R. Peterson regarding status. (.1)	DHL General Shapes-CC	0.60	350.00	210.00
175406 TIME 5/27/2008 WIP Email to I. Volkov regarding status. (.1) ; Review of blacklined of disclosure statement and plan (1.5) ; Email to J. H. Cohn. (.1) ; Drafting of memo to Committee. (.3)	DHL General Shapes-CC	2.00	350.00	700.00
175508 TIME 5/27/2008 WIP Meeting with W. Benzija regarding hearing.	DHL General Shapes-CC	0.30	350.00	105.00
175075 TIME 5/27/2008 WIP Preparation of documents for attorney review.	MCK General Shapes-CC	0.20	75.00	15.00
175269 TIME 5/27/2008 WIP Review ECF, alert D. Lieberman. (.2) ; Review plan and disclosure statement in marked form and forward to D. Lieberman. (.2) ; Review and respond to emails from D. Lieberman. (.2)	CEM Plan&Disclosure Statement Shapes-CC	0.60	225.00	135.00
175032 TIME 5/27/2008 WIP Review blacklined plan and disclosure statement for changes. (1.5) ; Review and respond to emails regarding same. (.5) ; Discuss hearing with D. Lieberman. (.3) ; Review and comment on email to Committee regarding results of hearing. (.5)	WB Plan&Disclosure Statement Shapes-CC	2.80	370.00	1036.00
175099 TIME 5/27/2008 WIP Review comments to plan and disclosure statement.	ADH Plan&Disclosure Statement Shapes-CC	0.50	435.00	217.50
175098 TIME 5/27/2008 WIP Emails with D. Lieberman regarding memo to the Committee.	ADH General Shapes-CC	0.30	435.00	130.50
175284 TIME 5/28/2008 WIP Review and respond to emails from D. Lieberman. (.1) ; Review ECF regarding plan and disclosure statement filings and forward to D. Lieberman. (.2) ; Review and respond to email from E. Ganc. (.1)	CEM Plan&Disclosure Statement Shapes-CC	0.40	225.00	90.00
175419 TIME 5/28/2008 WIP Email regarding plan reserve issue 5.2 and 5.3	DHL General Shapes-CC	0.10	350.00	35.00

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Slip ID	Dates and Time	Attorney Activity	Units	Rate	Slip Value
Status	Description	Client Reference			
175038	TIME	WB	0.40	370.00	148.00
5/28/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Review emails regarding plan issues.				
175488	TIME	EDG	3.80	280.00	1064.00
5/28/2008		Pleadings			
WIP		Shapes-CC			
	Review various stay relief motions, motion of Cooper Electric for administrative allowance, retention papers for Manko Gold et al. (3.4) ; Draft email to A. Halperin regarding same and review response. (.2) ; Draft email to Debtor's counsel regarding same. (.2)				
175112	TIME	ADH	0.60	435.00	261.00
5/28/2008		General			
WIP		Shapes-CC			
	Discussion with D. Lieberman regarding review of plan and related documents. (.3) ; Discuss pending motions, additional information needed and Committee position with E. Ganc. (.3)				
175309	TIME	CEM	0.20	225.00	45.00
5/29/2008		Motions&Applications			
WIP		Shapes-CC			
	Review ECF, alert A. Halperin, D. Lieberman and E. Ganc regarding same.				
175423	TIME	DHL	1.90	350.00	665.00
5/29/2008		General			
WIP		Shapes-CC			
	Placed call to A. Brody \$363 and 1113 motions, Union filing, plan documents. (.2) ; Revision to plan and drafting of Trust agreement. (1.7)				
175423	TIME	ADH	1.20	435.00	522.00
5/29/2008		Motions&Applications			
WIP		Shapes-CC			
	Review of pleadings. (.8) ; Follow-up on pending Committee motions. (.4)				
175323	TIME	CEM	0.20	225.00	45.00
5/30/2008		Motions&Applications			
WIP		Shapes-CC			
	Review ECF, alert A. Halperin, D. Lieberman and E. Ganc regarding same.				
175501	TIME	EDG	0.60	280.00	168.00
5/30/2008		Pleadings			
WIP		Shapes-CC			
	Read and review email from A. Halperin regarding withdrawing Trustee and exclusivity termination motions. (.1) ; Telephone conference with chambers regarding same. (.1) ; Draft notice of withdrawal of motions. (.4)				
175051	TIME	WB	0.20	370.00	74.00
5/30/2008		Plan&Disclosure Statement			
WIP		Shapes-CC			
	Review email traffic regarding plan.				
175131	TIME	ADH	1.00	435.00	435.00
5/30/2008		Meetings & Hearings			
WIP		Shapes-CC			
	Prepare for, and participate in, Committee professionals call.				

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Slip ID	Dates and Time	Attorney Activity	Client Reference	Units	Rate	Slip Value
Description						
175084	TIME	MCK		0.30	75.00	22.50
5/30/2008		General				
WIP		Shapes-CC				
Preparation of documents for attorney review.						
175132	TIME	ADH		0.60	435.00	261.00
5/30/2008		Motions&Applications				
WIP		Shapes-CC				
Emails with M. Felger et al regarding Committee's Trustee motion. (.3) Review pleadings filed. (.3)						
175429	TIME	DHL		3.00	350.00	1050.00
5/30/2008		General				
WIP		Shapes-CC				
Drafting - trust agreement. (2.9) ; Review of notices of withdrawal of motions. (.1)						
175426	TIME	DHIL		1.40	350.00	490.00
5/30/2008		General				
WIP		Shapes-CC				
Telephone call with A. Halperin, I. Volkov, J. H. Cohn regarding claims. (.7) ; Emails to M. Felger. (.2) ; Telephone call with A. Halperin regarding claims, union. (.2) ; Telephone call with D. McElhinney regarding claims register. (.1) ; Exchange of emails with M. Felger regarding claims. (.2)						
175133	TIME	ADH		0.60	435.00	261.00
5/30/2008		Plan&Disclosure Statement				
WIP		Shapes-CC				
Telephone conference with M. Felger regarding claims and plan issues.						
175134	TIME	ADH		1.10	435.00	478.50
5/30/2008		Claims Review & Analysis				
WIP		Shapes-CC				
Follow-up on claims.						
Grand Total						
		Billable		245.30		89797.00
		Unbillable		0.00		0.00
		Total		245.30		89797.00

EXHIBIT C

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Selection Criteria

Slip Date 5/1/2008 - 5/31/2008
Client Selection Include: Shapes-CC
Slip Type Expense

Slip ID Dates and Time Status Description	Attorney Activity Client Reference	Units	Rate	Slip Value
173389 EXP 5/1/2008 WIP Mass transit and/or car service expenses.	ADH Transportation Shapes-CC	1	127.50	127.50
173765 EXP 5/1/2008 WIP Car service expenses.	ADH Transportation Shapes-CC	1	207.15	207.15
174822 EXP 5/19/2008 WIP Travel expenses.	DHL Transportation Shapes-CC	1	435.64	435.64
175564 EXP 5/23/2008 WIP Court hearing travel expenses	WB Transportation Shapes-CC	1	1016.76	1016.76
175565 EXP 5/23/2008 WIP Reimbursable breakfast, lunch or dinner expenses.	WB Meal Shapes-CC	1	11.07	11.07
175387 EXP 5/30/2008 WIP Photocopy charges for the month.	JBW Photocopies Shapes-CC	1685	0.20	337.00
175388 EXP 5/30/2008 WIP Westlaw online legal research usage.	JBW Westlaw Shapes-CC	1	125.81	125.81
175509 EXP 5/30/2008 WIP Public access to court electronic records.	JBW PACER Shapes-CC	1	58.96	58.96
175510 EXP 5/30/2008 WIP Conference call services.	JBW Deracom Shapes-CC	1	372.40	372.40
175563 EXP 5/30/2008 WIP Long distance charges for the month.	JBW Long Distance Shapes-CC	1	10.09	10.09
Grand Total	Billable	0.00		2702.38

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Slip ID	Attorney			
Dates and Time	Activity			
Status	Client			
Description	Reference	Units	Rate	Slip Value
	Unbillable	0.00		0.00
	Total	0.00		2702.38